Moscow Food Co-op Monthly Board of Directors Meeting
Wednesday, August 19, 2020
Held Virtually via ZOOM in response to COVID-19
Present: Melinda Schab (GM), Alice Ma (President), Laurene Sorensen (Secretary), Cheyne Mayer (Treasurer), Ken Hart, Mark Thorne, Rob Ely, Isabel Barbuto, Julia Parker, Maxine Durand, Chloe Rambo (Board Admin)
Facilitator: Alice Ma (President)
Guests: Julie Massa (Columinate consultant), Greg Meyer, Bill Beck, Tina Baldwin

Nine of nine directors present at the start of the meeting; a quorum is reached.

OWNER FORUM

Owner's Forum is a time for the Board to listen to Owner comments. The Board will, if requested, follow up after the meeting.

There were no owners present who wished to speak during the owner forum.

CONSENT AGENDA

The board discussed removing the approval of July 2020 meeting minutes from the consent agenda, seconded, 8-0-0.

Motion to approve the banking resolution, seconded, 8-0-0.

Maxine's vote will be counted once she is officially seated.

GENERAL MANAGER FYI **General Manager FYI | August 9, 2020 | No action needed**

SALES: COVID-19 Department sales recap

	April	May	June	July
2019	$1,028,667.55	$980,628.56	$908,388.13	$905,157.06
2020	$789,474.09	$883,231.99	$860,330.26	$867,690.10

Agenda key: SI=Share Information, AT=Advance the Thinking, PI=Provide Input, MD=Make Decisions, ITC=Improve Team Communication, BTC=Build Team Capacity, BC=Build Community

- New Ownerships:

	2017	2018	2019	2020
April	100	94	69	41
May	69	97	72	52
June	76	76	111	85
July	122	106	106	77

CUSTOMER SERVICE

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- Customer Experience Survey results:

	Jul-19	Jul-20
Overall Satisfaction	75%	79%
Availability of Staff	77%	70%
Friendliness of Staff	85%	84%
Helpfulness of Staff	82%	79%
Cleanliness of Store	84%	77%
Availability of Products	54%	35%
Greeted by Someone Other Than Cashier	74%	70%

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Customer Experience Survey Comments:

Customer Experience Survey comments are copied down word for word and are not edited for grammar.

- They are very conscious about the face mask mandate by the city. There is a wide variety of inventory. It is always fresh!
- There were three things I tried to buy at Safeway in Pullman that I couldn't get, but I felt certain that the co-op would have all three of them and I was right, you did. I had expected to buy a small jar of Vegenaise at the Pullman Safeway and they were out of stock, buy by going to the co-op I was able to get a large jar which is what I would have preferred any way. I also discovered that you carry a product I didn't think existed that I had discussed with my mother who I co-habitate with, earlier this same day. She is wanting to try non-dairy yogurt and would prefer to buy it in a large container (with more than just one serving) and I didn't remember ever seeing such a thing locally—buy you carry it! I only bought three things this time, but usually I buy more items than I did today. The reason I won't be shopping at the Moscow Co-op on my next grocery shopping trip is because a) I live in Pullman, b) I can get a lot of the things I need at the Pullman Safeway for a lower price, c) I only visit your store periodically, perhaps once a month and I usually stock up.
- I am new to the area and fairly newly vegan. The idea that the coop is here in Moscow is such a relief. There were so many options available to me without having to really scour the ingredient lists.
- MFC is walking distance from where I live. The bulk foods section is great. The bulk foods section is REALLY great.
- As always, it was a super easy trip. I picked up some unique beer/treats. I had a fantastic interaction with the cashier.
- I appreciate the variety of greens they offer in produce. The ripeness and freshness of the produce is best. Everyone is always helpful and friendly if questions.
- Had a busy day and it's really hot out. Went in looking for something easy to pop in the microwave and a cold bottle of wine. MFC has the best wine selection in Moscow. I found one of my favorites in the grab and go (black bean and chicken burritos). AND my very favorite cashier rang up my order.
- The Co-op has been a staple during my time in Moscow. I love the emphasis on local and fresh produce as well as the bulk section. There are also some really great prepared foods (garlic hummus!), although not always in stock (could also be due to COVID).
- Really appreciate the friendliness of the staff and the commitment to safety during the pandemic – everywhere else pales in comparison. Thank you!
- We love coming to Moscow on Tuesday each week to get our Senior discount and getting bread. Everyone is always cheery. We are glad you implemented the mask rule too. The bread is super! We also like to eat our lunch from there too – love the vegan

pad Thai and barbecue tofu. Produce is always fresh. Too bad we will leave the area for the winter. Would love to have a Moscow coop in every town we stay in.

- Friendly, homey store, everyone is helpful, lots of staff on cashiers, never any wait time. Like the produces offered, prices are a tad high but that's to be expected from organic, healthy products. Prices are comparable if not better than other stores in town offering some of the same products.
- Staff are always friendly and helpful. Store is clean which makes me feel confident shopping during this time. The Coop always has what I need J
- I can find organic items across the board. Staff is very helpful, refilling bulk if they can, directing me to where I can find items in the store. Most of the hot food is super tasty.
- More items were in stock, good selection of products. Coffee on sale!
- The person in the meat department was very friendly and knowledgeable. He recommended a cut of beef ribs I have never tried before, and we loved it.
- Our checker Tracy was so friendly, welcoming and helpful. She waited while we retrieved our debit card from the car even. Right now the mask required policy makes me feel safer in the tore.
- Love the local food.
- Still shopping at Rosauers for meat wrapped in paper instead of plastic, and for Hog Heaven sausages made with red pepper instead of black pepper, which is a common food allergen. We are boycotting your plastic-wrapped meats (throw-away/non-recyclable hard plastic trays, especially). Also boycotting yogurts and kefirs in plastic containers, most also non-recyclable. Nancy's whole-milk kefir would be an excellent addition, since in paper cartons and excellent value & quality (same as the low-fat versions you already carry). Otherwise, we feel co-op staff are doing an outstanding job keeping things gong during the COVID pandemic, especially positive & friendly customer rapport. Excellent new hiring too, both cahiers and floor staff, and produce section continues to get better & better! Very glad to be members, as versus 10 years or so ago. Consider raising entry-level pay (Bernie's $15/hr. is a good target), to ensure strong retention and as a way to build institutional memory & deep familiarity among all staff, both with products & services and customers/members, and also structure & operation of the business.

Operations Updates

- E-commerce
    - We're working with Kate Nelson to create an online ownership sales option.
    - We're also working on developing the tools to offer online case ordering.
- 2020 Holiday Closures
    - The Co-op is usually closed for business on Thanksgiving Day and Christmas Day.

- In addition, after reviewing several years or historic sales data, we've decided to be closed on both the day after Thanksgiving and the day after Christmas. Neither of these days are big days for grocery sales – plus, being closed two days in a row guarantees that all employees who would like to have a holiday break can at least have two days off.

The Board discussed Melinda's provided report. The Board discussed creating a standard operating procedure to guide staff protocol in response to COVID-19.

BRIEF ANNOUNCEMENT & ACTION ITEM FOLLOW UP
Board Action Items – 8.19.2020

Owner Engagement *(internal action items kept separately)*

1. The Owner Engagement Committee will investigate the restructuring of store discounts.
2. The Owner Engagement Committee will discuss and/or bring forward recommendations on other mediums through which to provide owners with the information for the Annual Report.

Nominations and Elections *(internal action items kept separately)*

Policy & Bylaw *(internal action items kept separately)*

1. Policy & Bylaw will create a draft of the Board's Mission Statement.
2. Policy & Bylaw will create an SOP on Roberts Rules of Order.
3. Policy & Bylaw will flag Policy D5 for monitoring in 6 months (from April 2020) to ensure the Board has addressed this for being within compliance.
4. Policy & Bylaw will review Policy B3: Asset Protection for monitorability.
5. Policy & Bylaw will review Policy C6: Officers' Roles to a) clarify the order of succession in the event of a Presidential vacancy and b) clarify how and when Board officers can be elected.
6. Policy & Bylaw will add the role of Secretary to Policy C6 after receiving clarification on the role from the Executive Committee.

Executive Committee (*internal action items kept separately)*

1. The Executive Committee will review the annual compilation of policy monitoring documents.
2. The Executive Committee will create/review guidelines of documentation needed to clarify future monitoring of Policy D5.

General

1. The Board will discuss internal Board policy monitoring at a future executive session.
2. Melinda will circulate the lease extension document for the campus location to the Board for review prior to the meeting/discussion.

3. Melinda will create an annual sales chart to illustrate annual sales growth in percentages for the next reporting of Policy B1, due September 2020.
4. Melinda will discuss with Marketing the addition of information about running for the Board/Board Service to the new Owner packet.
5. Melinda will ask Marketing if Owners are able to unsubscribe from different types of Co-op emails individually and if they think a third email will result in more Owners unsubscribing from the email list.
6. Melinda will research the cost and specs of the glass to sand machine and will send them to the Board for review.

DONE

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Parking Lot:

- Board meeting: A store tour for Board members
- Conversation about staff interest in training and purchasing using discount
- The Executive Committee will draft a statement regarding the Board's commitment to workplace excellence
- *Melinda will explore the cost of a trade area evaluation.
- *Melinda will research offering customers Bring Back Bags at no cost
- *Melinda will provide a plan to the Board regarding how the kitchen/deli/prepared food section is going to work to reduce overtime costs
- *Melinda will ask department managers (of departments that are not meeting margin) for their plans to get back on track when they are not meeting the goals set for them
- *Melinda will create a weekly email for the Board to compare labor costs to sales costs, with a note that the information is operational and not within the Board's direction

*Action items on hold due to COVID-19 response efforts.

CONFIRM BUSINESS AGENDA

The Board added the discussion of wearing masks in the store and reserved store hours to the agenda.

Motion to confirm the business agenda with additions, seconded, passed 8-0-0.

BUSINESS AGENDA

Code of Conduct and Potential Conflicts of Interest (SI)

In line with holding the virtual meeting in response to COVID-19, Chloe emailed digital versions of the Code of Conduct and Conflict of Interest documents to Maxine Durand via DocuSign for review and signing.

Seating of Board Member (BTC)

The Board officially seated new board member Maxine Durand to fulfill the remainder of David Sutherland's term following his resignation. The Board appreciates his service.

Owner Discounts (PI)

The Board discussed the Owner Open Forum on store discounts held August 6, 2020. Alice shared a brief overview of feedback from Owners received during the forum.

Cheyne shared next steps to follow the forum. With the Owner Engagement Committee's input, Melinda originally planned to create a survey immediately following the forum to distribute through multiple platforms to gain more feedback from Owners. However, following feedback received at the forum, Melinda and the Directors who attended the forum agreed to postpone the survey (and any following next steps) until after additional discussion

The Directors who attended the forum shared their thoughts and takeaways. The Board discussed what other conversations could be had in the future to support use of discounts.

FY2019 Financial Review Results (SI)

Melinda discussed the report from Wegner CPAs. The store pays to have the financial review conducted every year and the GM shares the final report with the Board.

The Board did not have any questions regarding the report.

Annual Meeting Update (MD)

Cheyne shared an update from the Owner Engagement Committee's July meeting. During the July meeting the committee discussed potential channels through which the Board will share the Annual Report with owners. The committee recommends either offering a special Board meeting (that is open to owners) or an extra long Owner Forum (in a usual Board meeting) to invite owners to ask questions about the Annual Report.

Melinda shared an update on the status of the Annual Report. Marketing has all of the needed materials and it is being designed.

The Board discussed annual meeting requirements in Idaho State Code as presented by the store's attorney and how they may change in response to COVID-19. The Board continued to discuss options to deliver the Annual Report and meet necessary requirements including releasing a printed Annual Report and holding an extended Owner's Forum to allow for Owners to ask questions or provide dialogue about the report, or holding an abbreviated Annual Meeting to preface the September Board meeting.

The Board took a five minute break.

Motion that: a) the Annual Report be distributed both via owner email and as physical copies available in the store, and b) the Annual Meeting be held at the beginning of the first regularly scheduled Board Meeting that is at least 10 days after the release of the Annual Report, seconded, passed 9-0-0.

Additional Participating owner, Nominations & Elections (MD)

Motion to move the topic to Executive Session because it is a personnel discussion, seconded, passed 9-0-0.

Committee Reports (SI):

- Nominations & Elections: Did not meet.
- Owner Engagement Committee: The committee discussed, as requested, the access programs and planned the Owner Forum. The committee also discussed the Annual Meeting and discussed updates made to the website.
- Strategic Vision: The committee discussed other strategies to support food insecurity on campus.
- Executive Committee: Will meet next week.
- Policy & Bylaw: Will meet tomorrow.

Ken lost virtual connection to the meeting during committee reports.

Masks in the Store (SI)

The Board discussed feedback received from Owners and staff regarding wearing masks in the

store, and if more engagement/enforcement on wearing masks was needed.

The Board discussed providing a statement of support for the Moscow Police Department in regards to enforcing the requirement of face coverings in the city.

Store hours changes for those more impacted by COVID (SI):

Isabel provided background information on last week's email discussion to provide reserved shopping hours for those who may want extra space in the store. Melinda and Kerry worked together to identify the hours between 8 a.m. and 10 a.m. on Sundays, Mondays, Wednesdays, and Thursdays.

Board Assignments & Meeting Review:

Mark volunteered to write a piece for an upcoming eNewsletter announcing Maxine's appointment to the Board.

EXECUTIVE SESSION

The Board approved appointment of Carol McFarland to the Nominations & Elections Committee.

[Pending Laurene's research on including motions made in Executive Session]

Notes taken by Chloe Rambo
Meeting adjourned at: 8:09 pm

Signature of the Board President Date

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